

**UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION**

UNITED STATES OF AMERICA,)	
)	
Plaintiff,)	
)	
v.)	Case No. 20-13293
)	Honorable David M. Lawson
INTERNATIONAL UNION, UNITED)	
AUTOMOBILE, AEROSPACE, AND)	
AGRICULTURAL IMPLEMENT)	
WORKERS OF AMERICA,)	
)	
Defendant.)	

DECLARATION OF ALI M. ARAIN

Pursuant to 28 U.S.C. § 1746, I hereby declare as follows:

1. I am an attorney licensed to practice law in New York. I am a partner at the law firm Jenner & Block LLP and work with the Monitor appointed by the United States District Court for the Eastern District of Michigan to oversee the International Union, United Automobile, Aerospace, and Agricultural Implement Workers of America (“UAW” or “Union”). *See* Order Granting Unopposed Motion to Appoint Monitor, ECF No. 34, PageID.373-374.

2. I submit this Declaration in connection with the Monitor’s Motion to Enforce the Consent Decree. The facts set forth below are based on my personal knowledge, and if called upon to testify, I would competently do so under oath.

3. The Monitor¹ has opened investigations concerning three members of the Union's International Executive Board ("IEB")—the President, Secretary-Treasurer, and a Regional Director.

President-Secretary Treasurer Investigation

4. At the February 20, 2024 meeting of the IEB, the Union's Compliance Director made a "Special Compliance Report." This report included allegations that the Secretary-Treasurer abused her power by improperly delaying or denying financial expense requests by the President's Office and certain IEB members, and that the Secretary-Treasurer had threatened to deny legitimate expense requests if IEB members did not vote in favor of her priorities. Following the Special Compliance Report, the IEB voted in favor of a motion authorizing the President to withdraw certain authority from the Secretary-Treasurer, and the President thereafter removed nine of the Secretary-Treasurer's departments from her supervision.

5. Following that meeting, the Secretary-Treasurer made a formal complaint of retaliation to the Monitor, alleging that the President had instigated the removal of the Secretary-Treasurer's departments in retaliation for, among other things, her refusal or reluctance to authorize certain improper expenditures of funds

¹ For purposes of this Declaration, the term "Monitor" refers to the Monitor as well as agents of the Monitor acting under his direction.

at the request of and/or for the benefit of those in the President's Office, and was an attempt to dilute her authority to make similar denials in the future.

6. The competing allegations between the President and the Secretary-Treasurer were made public on social media and in news reports. Attached to this Declaration as **Exhibit 1** is a true and correct copy of a February 28, 2024 Facebook post from Unite All Workers for Democracy – UAWD describing the allegations against the Secretary-Treasurer, and as **Exhibit 2**, a true and correct copy of a February 29, 2024 news article from The Detroit News describing the allegations against the Secretary-Treasurer and her public response, titled “UAW board removes secretary-treasurer from department roles over alleged violations.”

7. The Monitor opened an investigation into the competing claims between the President and Secretary-Treasurer (the “President-ST Investigation”).

8. In connection with this investigation, on February 29, 2024, the Monitor sent a letter to the Union's General Counsel requesting that the Union produce six categories of documents. Attached to this Declaration as **Exhibit 3** is a true and correct copy of the February 29, 2024 letter from the Monitor to the Union.

9. Over a month later, on April 3, 2024, the Union produced 18 documents in response to the Monitor's February 29, 2024 document request. Attached to this Declaration as **Exhibit 4** is a true and correct copy of the April 3, 2024 email from the Union to the Monitor that accompanied the document production.

10. To assist in speeding the pace of production, on April 9, 2024, the Monitor provided the Union with a list of search terms and custodians to facilitate the production of electronic documents. Attached to this Declaration as **Exhibit 5** is a true and correct copy of the April 9, 2024 email from the Monitor to the Union.

11. On April 22, 2024, the Monitor directed the Union to provide all documents hitting on those terms so the Monitor's investigative team could review the identified materials, as a more efficient way of obtaining the needed documents, and informed the UAW that the Monitor would be amenable to receiving the documents in tranches on a rolling basis. Attached to this Declaration as **Exhibit 6** is a true and correct copy of a May 7-10, 2024 email exchange between the Monitor and the Union on this issue.

12. In response, the UAW took the position that the Monitor was not entitled to access the Union's electronic records without first providing the Union an opportunity to review the requested documents for privilege and confidentiality, and that it may redact or withhold certain documents from the production on that basis. *See infra* ¶ 30.

13. Recognizing that the most efficient process initially requested by the Monitor had been rejected by the Union, the Monitor made various efforts to work cooperatively with the Union to obtain the needed documents.

14. On May 9, 2024, the Monitor informed the Union that he had no objection to the Union conducting a parallel review of the documents after producing them to the Monitor, during which it could identify which documents it believed were privileged and confidential for designation as protected from disclosure, but that a pre-production review at this point in the process, more than two months after the initial document request, would unacceptably further delay the production. *See* Ex. 6 at 1.

15. On May 15, 2024, the Monitor suggested that the Union prioritize the production of documents responsive to a few of the search terms that generated low hit counts, and then produce documents on a rolling basis thereafter.

16. With respect to search terms, the Monitor requested detailed hit count reports to understand which of the terms were driving the volume, expressed willingness to consider modifications of terms, and ultimately revised the search terms such that the number of document hits was reduced from 216,044 to 116,646. *See* Ex. 6.

17. To date, the Union has produced 70,681 documents identified through search terms, with 68,509 documents produced in the last 3 weeks. Separate from the documents identified via the search terms, the Union also produced 253 documents responsive to the February 29, 2024 document request on April 3, April

23, May 1, May 3, May 7, May 9, May 15, May 22, May 31, June 11, and June 20, 2024.

President-Vice President Investigation

18. In May 2024, the Monitor expanded his investigation to include additional allegations made by the Vice President overseeing the Stellantis Department against the President (the “President-VP Investigation”). On May 29, 2024, the UAW President removed the Stellantis Department from the oversight of the Vice President that had been overseeing that relationship and reassigned it under the President’s Office, on the grounds of the Vice President’s “dereliction of duty” in connection with certain collective bargaining issues. Attached to this Declaration as **Exhibit 7** is a true and correct copy of the May 29, 2024 letter from the President to the Vice President removing the assignment.

19. Thereafter, the Monitor received allegations from the Vice President and other Union staff that the President’s explanation in the letter was pretextual and false, and that the President removed the Vice President’s assignment as retaliation against him for, among other things, refusing to engage in acts of financial misconduct to benefit others.

20. On June 8, 2024, the Vice President sent a letter to the President in response, denying all allegations of wrongdoing. Attached to this Declaration as

Exhibit 8 is a true and correct copy of the June 8, 2024 letter from the Vice President to the President denying the allegations.

21. The letters exchanged between the President and Vice President were reported in the press. Attached to this Declaration as **Exhibit 9** is a true and correct copy of a June 14, 2024 news article from the Detroit Free Press describing the letters, titled “Fain, UAW VP trade barbs in letters over Stellantis Department.”

22. On June 27, 2024, the Vice President filed an appeal with the IEB challenging the President’s removal of the Stellantis Department from his oversight. Attached to this Declaration as **Exhibit 10** is a true and correct copy of the Vice President’s June 27, 2024 Article 33 Appeal to International Executive Board.

23. On June 28, 2024, a member of the President’s staff sent a letter informing the Vice President’s counsel that the Vice President’s appeal will be held in abeyance until the Monitor completes his investigation. Attached to this Declaration as **Exhibit 11** is a true and correct copy of this June 28, 2024 letter.

24. On July 3, 2024, the Monitor sent a letter to the Union requesting that the Union produce four categories of documents in connection with the President-VP Investigation. Attached to this Declaration as **Exhibit 12** is a true and correct copy of the July 3, 2024 letter from the Monitor to the Union.

President-Regional Director Investigation

25. In April 2024, the Monitor opened an investigation into another IEB member, a Regional Director, following receipt by the Monitor of allegations that this Regional Director embezzled funds by using their UAW corporate credit card for personal purchases and misappropriating Union property (the “Regional Director Investigation”).

26. On April 17, 2024, the Monitor sent an email to the Union requesting that the Union produce six categories of documents.²

27. On May 7, 2024, after no documents had been produced, the Monitor requested an update on the production. The UAW subsequently proposed search terms to identify responsive documents. To assist in narrowing the production, on May 10, 2024, the Monitor suggested revisions to those search terms, and those revised search terms generated 10,571 documents. On June 21, 2024, the Monitor requested that the Union prioritize the production of documents in response to one of the search strings.³

² This email is not included as an exhibit to avoid identifying publicly the subject of the Regional Director Investigation. If requested by the Court, the Monitor can seek to file this document under seal. This Declaration does provide identifying information for the other subjects of the investigation because of the public disclosures of those disputes.

³ The email exchanges reflecting these discussions are not included as exhibits to avoid identifying publicly the subject of the Regional Director Investigation. If requested by the Court, the Monitor can seek to file these documents under seal.

28. On June 28, 2024, the Union produced 1,638 documents identified through search terms. Separate from the documents identified via the search terms, the Union also produced a total of 100 documents responsive to the April 17, 2024 document request on May 8, 2024, and June 13, 2024.

29. The Union has not provided a timeline for production of the remaining documents.

30. On May 22, 2024, in response to the Monitor's request for clarification on the Union's position regarding privilege and the production process, the Union informed the Monitor that it believed the Monitor is not entitled to access the Union's files without first giving the Union the "ability to review documents that are protected by the attorney-client privilege or concerning collective bargaining strategy." The Union stated that it would perform this review to "screen the data for documents that we may want to designate as privileged and confidential," and would be withholding certain documents based on such designation.⁴

31. On June 18, 2024, the Monitor met with the UAW and the U.S. Attorney for the Eastern District of Michigan to discuss the Union's level of cooperation with the monitorship, including the Union's position concerning production of documents and privilege. During that meeting, the U.S. Attorney and

⁴ This email exchange is not included as an exhibit to avoid identifying publicly the subject of the Regional Director Investigation. If requested by the Court, the Monitor can seek to file this document under seal.

the Monitor expressed the view that, given the plain language of the Consent Decree and the protections provided by the 502(d) Order, the Union's positions on privilege and confidentiality were not well-founded. Moreover, the U.S. Attorney and the Monitor made clear that the Union's stance on privilege and confidentiality was having the effect of delaying and obstructing the Monitor's investigation. The UAW reiterated its position, stating that it intended to engage in a pre-production review of documents prior to providing them to the Monitor and to withhold or redact documents as they deemed necessary. The Monitor informed the parties of his intention to file a motion to enforce the Consent Decree if the dispute could not be resolved. At the end of the meeting, the Union told the United States and the Monitor that the Union planned to bring the dispute to the Union's International Executive Board, which, according to the Union, would make the final decision about whether to cooperate with the Monitor.

The Union's Prior Position

32. On August 23, 2023, the Union's President issued a memorandum regarding "Cooperation with the Monitor" to all staff. On December 6, 2023, the Union's President reissued this memorandum. Attached to this Declaration as **Exhibits 13 and 14** are true and correct copies of the August 23, 2023 and December 6, 2023 memoranda.

UAW Constitution

33. Attached to this Declaration as **Exhibit 15** is a true and correct copy of Articles 7, 32, and 33 of the UAW Constitution, which were excerpted from the UAW Constitution downloaded from the UAW's website.

34. I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 8, 2024.



Ali M. Arain